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UBER TECHNOLOGIES, INC.  
and OTTOMOTTO LLC

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

WAYMO LLC,  
  
Plaintiff,  
  
v.  
  
UBER TECHNOLOGIES, INC.,  
OTTOMOTTO LLC; OTTO TRUCKING LLC,  
  
Defendants.

Case No. 3:17-cv-00939-WHA

**DECLARATION OF MICHELLE  
YANG IN SUPPORT OF  
DEFENDANTS UBER  
TECHNOLOGIES, INC. AND  
OTTOMOTTO LLC'S  
ADMINISTRATIVE MOTION TO  
FILE UNDER SEAL THEIR  
RESPONSE TO WAYMO'S OFFER OF  
PROOF**

I, Michelle Yang, declare as follows:

1. I am an attorney at the law firm of Morrison & Foerster LLP. I make this declaration based upon matters within my own personal knowledge and if called as a witness, I could and would competently testify to the matters set forth herein. I make this declaration in support of Defendants' Administrative Motion to File Under Seal Their Response to Waymo's Offer of Proof.

2. I have reviewed the following documents and confirmed that only the portions identified below merit sealing:

Document	Portions to Be Filed Under Seal	Designating Party
Response to Waymo's Offer of Proof ("Response")	Highlighted Portions	Defendants (Blue) Plaintiff (Green)
Exhibit 2	Blue highlights	Defendants
Exhibit 3	Green highlights	Plaintiff
Exhibit 5	Blue highlights	Defendants
Exhibit 6	Blue highlights	Defendants
Exhibit 7	Blue highlights	Defendants
Exhibit 8	Blue highlights	Defendants
Exhibit 10	Entire document	Plaintiff
Exhibit 17	Blue highlights	Defendants
Exhibit 18	Blue highlights	Defendants
Exhibit 22	Blue highlights	Defendants
Exhibit 24	Entire document	Plaintiff
Exhibit 25	Blue highlights	Defendants
Exhibit 27	Blue highlights	Defendants
Exhibit 28	Entire document	Collier Law Firm Defendants (blue

1			highlights)
2	Exhibit 29	Entire document	Defendants
3	Exhibit 31	Entire document	Defendants
4	Exhibit 33	Blue highlights	Defendants
5	Exhibit 37	Blue highlights	Defendants
6	Exhibits 38-49	Entire documents	Plaintiff
7	Exhibit 50	Entire document	Defendants
8	Exhibit 56	Blue highlights	Defendants
9	Exhibits 55, 57, 59	Entire documents	Plaintiff
10	Exhibits 65-66	Entire document	Defendants
11	Exhibit 68	Entire document	Defendants
12	Exhibit 69	Entire document	Defendants
13	Exhibit 71	Entire document	Plaintiff
14	Exhibit 72	Blue highlights	Defendants
15	Response to Waymo's Appendix A	Blue highlights	Defendants

3. The blue highlights on page 146 of Exhibit 2 and page 173 of Exhibit 5 contain references to confidential third party vendors or consultants Uber used to conduct analysis. Defendants request this information be sealed to protect this confidential business relationship from disclosure and these third party vendors or consultants from possible harassment.

4. The blue highlights on pages 46, 58, 81, and 172 of Exhibit 5, page 126 of Exhibit 7, page 240 of Exhibit 22, and the entireties of Exhibits 29, 31, 50, 65, 66, 68, and 69 contain highly confidential information concerning Defendants' self-driving industry business strategy, the identity of certain third party competitors, research objectives, research results, financial numbers regarding research budgets, and confidential business negotiations. This information has been maintained as confidential. Disclosure of this information would allow competitors to

1 understand Uber's business strategy in the self-driving industry, including what information Uber  
2 possesses and considers, such that competitors could tailor their own business strategy to the  
3 detriment of Uber's competitive standing.

4 5. The blue highlights on page 16 of the Response, page 196 of Exhibit 5, pages 65  
5 and 125-126 of Exhibit 8, pages 135, 143, 148, 240, and 313 of Exhibit 22, and page 4 of Exhibit  
6 28 contain references to the same type of confidential material for which the Court granted  
7 sealing in its November 29, 2017 Order and December 13, 2017 Order, which are reflected in the  
8 public refiling of Exhibit B to Dkt. 2307-2 at Dkt. 2401-2. (Dkt. 2307-2; Dkt. 2382; Dkt. 2401-  
9 2.) These blue highlights in all these exhibits similarly contain information that implicates the  
10 safety, privacy, and reputational interests of former and current Uber employees and vendors, as  
11 well as various third-party individuals and entities.

12 6. The blue highlights on pages iii and 63-64 of the Response, pages 154-165 of  
13 Exhibit 6, pages 245-290 of Exhibit 18, and the Response to Waymo's Appendix A contain  
14 highly confidential information relating to a data governance program that was never  
15 implemented at Uber but which was intended to effectively manage the data, documents, and  
16 email generated by the company and to identify what information needed to be retained. This  
17 information has been maintained as confidential. Public disclosure of this information would  
18 reveal internal technology and confidential business procedures, to the detriment of Uber's  
19 competitive standing.

20 7. The blue highlights on page 235 of Exhibit 17, pages 169, 170, 204, 205, and 207  
21 of Exhibit 18, and page 226 of Exhibit 27 contain current and former employee names and  
22 identities, and Uber requests that this information be kept confidential in order to protect the  
23 privacy of individuals currently or formerly at a company that is subject of extensive media  
24 coverage, in order to protect them from harm or harassment. Uber's request is narrowly tailored  
25 to names and identities that have not been made public with respect to this subject matter.

26 8. The blue highlights on pages 237-241 of Exhibit 17, and page 346 of Exhibit 27  
27 contain highly confidential information regarding internal communications among company  
28 employees relating to internal investigations. Similar to the information sealed in accordance

1 with the Court's November 29, 2017 and December 13, 2017 Orders, these exhibits contain  
2 information that could implicate the safety, privacy, and reputational interests of former and  
3 current Uber employees. Defendants request sealing of this information to protect these interests.

4 9. The blue highlights on pages 38 and 63-64 of the Response, pages 256-290 of  
5 Exhibit 18 and blue highlights of Exhibit 72 contain confidential information regarding certain  
6 confidential proceedings between Uber and certain former employees. The details regarding  
7 these proceedings have been maintained as confidential by Uber. Uber requests that this  
8 information be kept sealed in accordance with agreements between parties to these proceedings,  
9 and in order to protect the privacy of these former employees.

10 10. The blue highlights on page 374 of Exhibit 2, blue highlights in Exhibit 33, blue  
11 highlights in Exhibit 37, and parts of Exhibits 29, 33, 65, 66, 68, and 69 contain email addresses  
12 and/or telephone numbers, including personal telephone numbers, of current and former Uber  
13 employees. The blue highlights of Exhibit 25 contain an address of a company that is not public  
14 knowledge. Uber requests that this contact information be kept confidential in order to protect  
15 current and former Uber employees from harm or harassment.

16 11. The blue highlights of Exhibit 56 contain highly confidential information  
17 regarding references to third party vendors, including those under NDAs with Uber. Defendants  
18 request this information be kept sealed in order to protect the confidentiality of these business  
19 relationships.

20 12. The entirety of Exhibit 28 was designated confidential by the Collier Law Firm.  
21 The green-highlighted portions of the Response and Exhibit 3, and the entireties of Exhibits 10,  
22 24, 38-49, 55, 57, 59, and 71 contain information that has been designated "Highly Confidential –  
23 Attorneys' Eyes Only" or "Confidential" by Waymo in accordance with the Patent Local Rule 2-  
24 2 Interim Model Protective Order ("Protective Order"), which the parties have agreed governs  
25 this case (Transcript of 3/16/2017 Hearing, page 6). Defendants file all this material under seal in  
26 accordance with Paragraph 14.4 of the Protective Order.

27 13. Defendants do not believe that the green-highlighted portions of page 15-16 of the  
28 Response and the entireties of Exhibits 10, 24, 42, 43, 44, 45, 47, 59, and 71 merit sealing, but

1 Defendants file this material under seal in order to provide Waymo the opportunity to justify  
2 sealing pursuant to Local Rule 79-5.

3 14. Defendants' request to seal is narrowly tailored to the portions of their Response to  
4 Waymo's Offer of Proof and supporting exhibits that merit sealing.

5 I declare under penalty of perjury that the foregoing is true and correct. Executed this  
6 19th day of January, 2018 at San Francisco, California.

7  
8  
9 /s/ Michelle Yang

Michelle Yang

10  
11  
12  
13  
14 **ATTESTATION OF E-FILED SIGNATURE**

15 I, Arturo J. Gonzalez, am the ECF User whose ID and password are being used to file this  
16 Declaration. In compliance with Civil L.R. 5-1(i)(3), I hereby attest that Michelle Yang has  
17 concurred in this filing.

18 Dated: January 19, 2018

19 /s/ Arturo J. González

ARTURO J. GONZÁLEZ